



BURLINGTON NORTHERN RAILROAD 361

LAW DEPARTMENT

3800 Continental Plaza
777 Main Street
Ft. Worth, Texas 76102

(817) 878-2385
Docket No. SLSF 74050

FEDERAL EXPRESS

March 23, 1990

RECORDATION NO. 8070-H FILED 1425

MAR 26 1990 -11 35 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred R. Lee, Recordations
Interstate Commerce Commission
Room 2303
Twelfth and Constitution Ave., N.W.
Washington, D.C. 20423

Re: Document for Recordation: Statement of New Road Numbers
Dated March 23, 1990

Dear Ms. Lee:

I am enclosing an original and one verified copy of the document described below to be recorded pursuant to Section 11303, Title 49 of the United States Code.

This document is a Statement of New Road Numbers, a secondary document, dated March 23, 1990. The primary document to which this is connected was recorded under Recordation No. 8070 on October 3, 1975.

The names and addresses of the parties to the transaction are:

Lessor: Continental Illinois National Bank
and Trust Company of Chicago
30 North LaSalle Street
Chicago, Illinois 60690

Lessee: Burlington Northern Railroad Company
3800 Continental Plaza
777 Main Street
Fort Worth, Texas 76102

Ms. Mildred R. Lee
March 23, 1990
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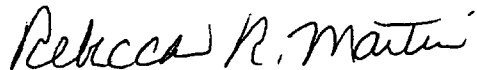
A general description of the equipment covered by the enclosed Statement of New Road Numbers is shown on Exhibit A of said document.

A fee of \$15.00 is enclosed. Please return to the undersigned the original and any extra copies not needed by the Commission for recordation.

A short summary of the document to appear in the index follows:

Statement of New Road Numbers dated March 23, 1990, to reflect change in numbers with respect to the equipment described on Exhibit A of said document (amendment to ICC Recordation No. 8070, recorded on October 3, 1975).

Very truly yours,

A handwritten signature in cursive script that reads "Rebecca R. Martin".

Rebecca R. Martin
Legal Assistant

RRM/sd/100.51
Enclosures

VERIFICATION

RECORDATION NO. 8070-17 FILED 1425

MAR 26 1990 - 11 35 AM

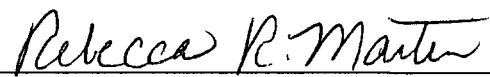
INTERSTATE COMMERCE COMMISSION

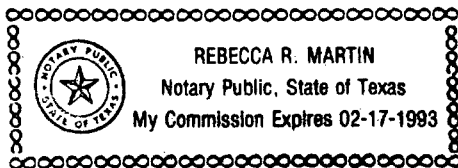
STATE OF TEXAS)
)
COUNTY OF TARRANT) ss.

Francis T. Kelly, Securities and Finance Counsel, Burlington Northern Railroad Company, being duly sworn, deposes and states that he has compared the attached copy with the original document and has found the copy to be complete and identical in all respects to the original document.


Francis T. Kelly

Subscribed and sworn to before me
this 23rd day of March, 1990.


Notary Public in and for
the State of Texas



RECORDATION NO 8070-44 FILED 1428

MAR 26 1990 - 11 35 AM
INTERSTATE COMMERCE COMMISSION

ST. LOUIS-SAN FRANCISCO RAILWAY COMPANY
LEASE OF RAILROAD EQUIPMENT

Dated July 15, 1975

By and Between

CONTINENTAL ILLINOIS NATIONAL BANK
AND TRUST COMPANY OF CHICAGO, Lessor

and

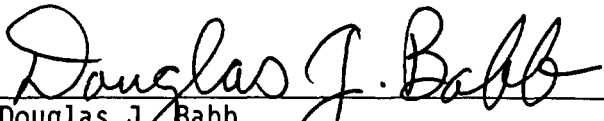
ST. LOUIS-SAN FRANCISCO RAILWAY COMPANY
(now BURLINGTON NORTHERN RAILROAD COMPANY), Lessee

STATEMENT OF NEW ROAD NUMBERS

Pursuant to Section 5 of the above-referenced Agreement, notice is hereby given that the original road numbers of the subject equipment have been changed to the new numbers as set forth on the attached Exhibit A.

Dated: March 23, 1990

BURLINGTON NORTHERN RAILROAD COMPANY


Douglas J. Babb
Vice President and General Counsel

ATTEST:


Assistant Secretary

74050
ICC 8070
91/26

Previous SLSF Number

New BN Number

GONDOLA CARS (24 Total)

66003	562103
66021	562121
66032	562132
66035	562135
66042	562142
66060	562160
66061	562161
66064	562164
66067	562167
66076	562176
66081	562181
66090	562190
66108	562208
66114	562214
66132	562232
66136	562236
66144	562244
66157	562257
66164	562264
66171	562271
66176	562276
66184	562284
66185	562285
66196	562296

OPEN HOPPER CARS (17 Total)

87630	540530
87644	540544
87660	540560
87668	540568
87669	540569
87680	540580
87686	540586
87704	540604
87713	540613
87722	540622
87761	540661
87765	540665
87768	540668
87769	540669
87782	540682
87787	540687
87793	540693

STATE OF TEXAS)
) ss
COUNTY OF TARRANT)

On this 23rd day of March, 1990, before me personally appeared Douglas J. Babb, to me personally known, who, being by me duly sworn, says that he is the Vice President and General Counsel of Burlington Northern Railroad Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Rebecca R. Martin
Notary Public in and for the
State of Texas

